

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

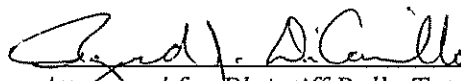
BALLY TOTAL FITNESS HOLDING CORPORATION,	)	
	)	
	)	
Plaintiff,	)	
	)	
v.	)	C.A. No. _____
	)	
LIBERATION INVESTMENTS, L.P.,	)	
LIBERATION INVESTMENTS, LTD.,	)	
LIBERATION INVESTMENT GROUP LLC	)	
and EMANUEL R. PEARLMAN,	)	
	)	
Defendants.	)	
	)	

**PLAINTIFF BALLY TOTAL FITNESS HOLDING CORPORATION'S DISCLOSURE  
STATEMENT PURSUANT TO FEDERAL RULE OF CIVIL PROCEDURE 7.1(a)**

Pursuant to Fed. R. Civ. P. 7.1(a), Plaintiff Bally Total Fitness Holding Corporation ("Bally") advises the Court that it does not have any parent corporation nor is there any publicly held corporation that owns 10% or more of its stock. Bally reserves the right to supplement this statement, if necessary, pursuant to Rule 7.1(b).

Date: December 5, 2005

Respectfully submitted,

  
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Holding Corporation*

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-and-

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